

**Part 2A of Form ADV: Firm Brochure
Dated March 21, 2013**

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This brochure provides information about the qualifications and business practices of Olympus Advisors, LLC. If you have any questions about the contents of this brochure, please contact us at 203.353.5900. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Olympus Advisors, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

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Item 2 Material Changes

None.

Item 4 Advisory Business

Olympus Advisors, LLC (also known as Olympus Partners and formerly known as Olympus Advisors V, LLC), a Delaware limited liability company (together with its affiliates, "Olympus" or "we"), is a privately held investment firm, based in Stamford, Connecticut which focuses on acquiring and investing primarily in middle market companies principally in the United States. Since our founding in 1988, we have closed more than 50 investments and have had close involvement in the operations of companies in various sectors, including business services, logistics and transportation, healthcare and manufacturing, financial services, consumer and restaurant services and software and information technology services. Olympus is owned by the Robert S. Morris Revocable Trust a/u/d January 2, 1996 and is managed by Robert S. Morris, one of our Managing Partners.

We provide investment advisory services to pooled investment vehicles that are exempt from registration under the Investment Company Act of 1940, as amended, and whose securities are not registered under the Securities Act of 1933, as amended. We currently provide investment advice to Olympus Growth Fund III, L.P., Olympus Growth Fund IV, L.P., Olympus Growth Fund V, L.P., Olympus 1133 West Co-Investment Fund, L.P., Olympus Executive Fund, L.P. and Olympus Executive Fund II, L.P. (collectively, the "Funds").¹ We may in the future advise other funds in addition to those listed herein.

As investment adviser for each Fund, Olympus identifies investment opportunities and participates in the acquisition, management, monitoring and disposition of investments for each Fund. Olympus provides these investment advisory services to each Fund pursuant to separate investment advisory agreements (each an "Advisory Agreement").² The terms of the investment advisory services to be provided by Olympus to a Fund, including any specific investment guidelines or restrictions, are set forth in such Fund's Advisory Agreement and/or in its limited partnership agreement. We tailor our advisory services to the individual needs of each of the Funds. Individual needs are identified through a review of each Fund's overall investment guidelines and objectives, as well as specific investment goals.

We do not participate in any wrap fee programs.

¹ With respect to certain of the Funds, investment advisory services are provided by affiliated sister entities.

² With respect to certain of the Funds, investment advisory services are provided by affiliated sister entities.

As of December 31, 2012, we managed a total of approximately \$2,207,251,000 of assets for the Funds on a discretionary basis. We do not manage any assets on a non-discretionary basis.

Item 5 Fees and Compensation

We are compensated by most of our Funds for our investment advisory services based on a percentage of committed capital or invested capital. Of these Funds, some pay us a management fee based on committed capital during the investment period, and thereafter pay us a management fee based on invested capital, and others pay a management fee based only on committed capital. The percentage rate varies from 0.5% to 1.8%. We negotiate the rate with investors in each Fund at the time such Fund is established. We are entitled to collect management fees from the Funds on a semi-annual basis.

As described below, the management fee may be reduced or waived in some circumstances in connection with the receipt by Olympus or its affiliates of various fees paid by actual or prospective portfolio companies. The management fee is generally subject to waiver or reduction by Olympus in its sole discretion, including in connection with investments made by the general partner of the Fund or its affiliates.

Management fees are payable semi-annually on the 15th day of the period. As required by the Investment Advisers Act of 1940, as amended (the "Advisers Act"), if the Advisory Agreement is terminated before the end of the applicable period, management fees will be charged on a pro rata basis through the date of termination, and any fees paid in advance but not earned will be refunded.

The Funds generally bear certain other fees, expenses and costs which are incidental or related to the maintenance of the Fund or related to the acquisition, carrying and disposition of investments, including but not limited to private placement fees, sales commissions, appraisal fees, taxes, brokerage fees, accounting, legal, investment banking, consulting, information services, professional fees, custodial, trustee, record keeping, filing, registration, insurance, telephone, travel and other such expenses.

Olympus and its affiliates perform management, advisory, transaction-related, financial advisory and other services for, and receive fees from, actual or prospective portfolio companies of the Funds, including such fees in connection with mergers, acquisitions, add-on acquisitions, refinancings, sales and similar transactions. These fees may be significant. Such fees may be paid in cash, in securities of portfolio companies or investment vehicles (or rights thereto).

Although such fees are in addition to the management fees paid by the Funds, Olympus will in some circumstances reduce future management fees in connection with the receipt of these fees. The calculation of such reduction varies from Fund to Fund and is described in the applicable limited partnership agreements.

Neither we nor any of our supervised persons accepts compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

Item 6 Performance-Based Fees and Side-by-Side Management

Some of our supervised persons receive carried interest distributions from the Funds, which are based on a share of realized gains in the assets of such Fund. The amounts of such distributions are set forth in the limited partnership agreements of the Funds.

Item 7 Types of Clients

We provide investment advice to the Funds. Investors in the Funds include corporate pension plans, public retirement systems, university endowment funds, and high net worth individuals.

Funds may have a specified minimum investment set forth in their offering documentation, organizational documents or other governing documents. Such minimums are typically subject to the discretion, on the part of Olympus, to permit investment of a smaller amount generally or with respect to any investor in the relevant Fund.

Item 8 Methods of Analysis, Investment Strategies and Risk of Loss

Our investment objective is to make investments primarily in middle market companies principally in the United States. In identifying, approaching, evaluating and valuing acquisition targets, we conduct extensive due diligence to analyze, among other things, the company's market and competitive position within that market, cost and revenue structures, unique assets, such as brand strength, distribution capability and intellectual property, management team and compensation structure, contingent liabilities (environmental, regulatory, accounting or otherwise), potential growth opportunities and potential exit strategies.

Our investment strategy is primarily long-term investment in privately held companies. The Partners of Olympus are ultimately responsible for making investment decisions for the Funds.

Investing in securities involves a high degree of risk that can result in substantial losses. We may not be able to correctly evaluate the nature and magnitude of the various factors that could affect the value of such investments. Investors should be prepared to bear this risk of loss. Prospective and existing investors are advised to review the offering materials and other constituent documents for full details on each applicable Fund's investment, operational and other actual and potential risks.

Item 9 Disciplinary Information

There are no legal or disciplinary events relating to our advisory business or the integrity of our management.

Item 10 Other Financial Industry Activities and Affiliations

Neither we nor any of our management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Neither we nor any of our management persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, commodity trading advisor or an associated person of the foregoing entities.

Other than as described below, neither we nor any of our management persons have any relationship or arrangement that is material to our advisory business or to the Funds with any related person who is a broker-dealer, municipal securities dealer or government securities dealer or broker; investment company or other pooled investment vehicle; other investment adviser or financial planner; futures commission merchant, commodity pool operator or commodity trading advisor; banking or thrift institution; accountant or accounting firm; lawyer or law firm; insurance company or agency; pension consultant; real estate broker or dealer; or sponsor or syndicator of limited partnerships.

Olympus acts as investment adviser to the Funds, and certain related persons act as general partners of the Funds.³ The Partners of Olympus make investment decisions for the Funds.

We do not recommend or select other investment advisers for the Funds or have other business relationships with other investments advisers that create a material conflict of interest.

Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

We have adopted a written Code of Ethics which applies to all of our employees, and any person who enters into a significant consulting or other similar relationship with us that is not specifically exempted. Our Code of Ethics requires our employees to serve the best interests of our clients in compliance with our status as a fiduciary, to comply with applicable federal securities laws and to report any violations of our Code of Ethics promptly to our Chief Compliance Officer. Our Code of Ethics includes insider trading policies and procedures. Among other things, each of our investment professionals must pre-clear certain personal securities transactions and must also provide copies of trade confirmations and periodic account statements, annual securities holdings reports and quarterly securities transactions reports. We will make our Code of Ethics available to any investor or prospective investor who requests a copy.

From time to time our officers, partners, employees or Affiliates (as defined in the Funds' limited partnership agreements) may wish to co-invest in a transaction in which one of the Funds is making an investment. This may create a conflict of interest between the Fund and the relevant officer, partner, employee or Affiliate. Pursuant to the limited partnership agreements of the Funds, such transactions must be on terms not more favorable than the terms available to

³ With respect to certain of the Funds, investment advisory services are provided by affiliated sister entities.

the Partnership. In the event such a co-investment is made, it must be sold at the same time as the sale by the Fund.

Item 12 Brokerage Practices

As a private equity firm, from time to time we may engage registered broker-dealers to assist us in selling one of our privately held portfolio companies or publicly traded securities. In the event we choose a broker-dealer, we seek to obtain best execution of transactions.

In selecting broker-dealers and negotiating rates, we look for whether the transaction represents the best qualitative execution and take into account several factors, including but not limited to the broker-dealer's relevant expertise in portfolio companies of the relevant size and industry, the reputation of the broker-dealer, the quality of investment research, and timing and speed of execution and responsiveness. Generally, we get competing bids from broker-dealers.

It is not our practice to aggregate orders for purchase and sale, as we generally do not purchase securities for multiple Funds concurrently.

Item 13 Review of Accounts

We manage the Funds on a day-to-day basis. The Funds' portfolio companies are closely reviewed by our Partners and other investment professionals. Audited or unaudited financial statements are prepared for each of the Funds following the end of each fiscal year, and unaudited financial statements are prepared for each of the Funds following the end of the first three fiscal quarters, in each case in accordance with the terms of the Funds' limited partnership agreements.

Item 14 Client Referrals and Other Compensation

Olympus or its affiliates may provide certain specialized advisory services to the Funds' portfolio companies and may receive compensation from the portfolio companies in connection with such services. These fees may be in addition to management fees. See Item 5 above for additional information.

Neither Olympus nor any affiliate directly or indirectly compensates any person other than our officers, partners, directors or employees for investor referrals.

Item 15 Custody

Not applicable.

Item 16 Investment Discretion

Olympus and its affiliates generally have the authority to make all investment determinations on behalf of the Funds. The limited partnership agreements of the Funds generally impose some limitations on our investment discretion, which limitations can only be waived by the Fund's Board of Advisors, which consists of certain representatives of limited partners or the limited partners themselves.

Item 17 Voting Client Securities

We have adopted a Proxy Voting Policy to comply with Rule 206(4)-6 promulgated under the Advisers Act. The Proxy Voting Policy, which has been designed to ensure that we vote proxies in the best interest of the Funds and provide the Funds with information about how their proxies are voted, contains procedures that have been reasonably designed to prevent and detect fraudulent, deceptive or manipulative acts by us.

It is our policy to vote proxies in the interest of maximizing shareholder value. To that end, we will vote in a way that we believe, consistent with our fiduciary duty, will cause the value of the shares to increase the most or decline the least. Consideration will be given to both the short- and long-term implications of the proposal to be voted on when considering the optimal vote. We will vote Fund proxies in the best interest of the Funds and not our own. In voting proxies, we will avoid material conflicts of interest between our interests on the one hand and the interests of the Funds on the other.

The Funds are not able to direct our vote in a particular solicitation.

We will maintain records of all proxy statements received and votes cast in an easily accessible place for five years. Investors and prospective investors in the Funds may request information from us about how we voted the securities held by the Funds. We will make our Proxy Voting Policy available to any investor or prospective investor who requests a copy.

Item 18 Financial Information

We do not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.

Olympus has not been the subject of a bankruptcy petition at any time during the past ten years.

Item 19 Requirements for State-Registered Advisers

Not applicable.